


FILED DRIn the office of the Secretary of State
of the State of California

NOV - 9 2010

**STATEMENT AND DESIGNATION
BY FOREIGN CORPORATION**

CALCYTE THERAPEUTICS, INC., a corporation organized and existing under the laws of the State of Delaware, makes the following statements and designation:

1. The address of its principal executive office is 1329 Stratford Court, Del Mar, California 92014.
2. The address of its principal office in the State of California is 1329 Stratford Court, Del Mar, California 92014.
3. Richard Hertzberg, a natural person residing in the State of California, whose complete address is 1329 Stratford Court, Del Mar, California 92014, is designated as agent upon whom process directed to this corporation may be served within the State of California, in the manner provided by law.
4. It irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.


Richard Hertzberg
President

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CALCYTE THERAPEUTICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF NOVEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8339141

DATE: 11-08-10